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MUMBAI, INDIA

October 27, 2015

Marlene Dortch  
Secretary  
Federal Communications Commission  
445 12<sup>th</sup> Street SW  
Washington, DC 20554

*via IBFS*

Re: Notification, pursuant to Section 63.24(f) of the Commission's Rules, of a *pro forma* transfer of minority ownership interest of KDDI Global, LLC, which holds blanket domestic Section 214 authority and international Section 214 authority (File No. ITC-214-20061027-00492)

Dear Ms. Dortch:

KDDI Global, LLC ("KDDI Global" or the "Company"),<sup>1</sup> hereby notifies the Federal Communications Commission ("FCC" or "Commission"), pursuant to Section 63.24(f) of the Commission's Rules, of a non-substantive, *pro forma* transaction which took place on September 30, 2015. Specifically, KDDI America, Inc. ("KDDI America"), the entity holding the majority ownership share of KDDI Global, acquired the remaining minority ownership interest of KDDI Global. As a result, KDDI Global is now a wholly-owned subsidiary of KDDI America. This transaction did not result in any change in the ultimate ownership of KDDI Global nor were any services discontinued.

*Description of the Pro Forma Transaction*

Prior to the *pro forma* transfer of ownership interest, KDDI America held a 55.7% direct ownership interest in KDDI Global. KDDI America, in turn is wholly owned by KDDI Corporation, a public corporation based in Japan. The remaining 44.3% ownership interest in KDDI Global was held by Asia Access Telecom, Inc. ("AAT"). With this filing, the Company notifies the Commission that, effective September 30, 2015, KDDI America acquired all of AAT's minority ownership interest in KDDI Global.

<sup>1</sup> KDDI Global is a provider of wholesale voice services and holds domestic and international Section 214 authority from the Commission. See File No. ITC-214-20061027-00492 (granted Mar. 28, 2007). Domestic authority was obtained by operation of rule. See 47 C.F.R. §63.01.

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As a result of this transaction, KDDI Global is now directly and wholly-owned by KDDI America. The transfer of minority ownership interest had no substantial effect on the control of KDDI Global because prior to the transaction, KDDI America held both *de facto* and *de jure* control over KDDI Global's operations and services. For instance, KDDI America held (and continues to hold) authority over KDDI Global to appoint officers, make employment decisions about senior executives, and be involved in key management decisions for the Company. Moreover, there has been no change in the ownership of KDDI America. Accordingly, this transaction has not resulted in any change in the ultimate control of KDDI Global. Diagrams of the pre- and post-transaction corporate ownership of KDDI Global are provided as *Exhibit A*.

In accordance with Section 63.24(f)(2) of the Commission's Rules, the Company provides the information requested in paragraphs (a) through (d) and (h) of Section 63.18 of the Commission's Rules.

- (a) Name, address and telephone number of the Company:

KDDI Global, LLC  
197 Route 18 South  
Suite 305  
East Brunswick, NJ 08816  
(732) 828-9002

- (b) KDDI Global is a limited liability company formed under the laws of the State of Delaware.

- (c) Correspondence concerning this filing should be sent to:

Steven A. Augustino  
Denise N. Smith  
Kelley Drye & Warren LLP  
3050 K Street, N.W.  
Washington, D.C. 20007  
Tel: (202) 342-8400  
[saugustino@kelleydrye.com](mailto:saugustino@kelleydrye.com)  
[dsmith@kelleydrye.com](mailto:dsmith@kelleydrye.com)

- (d) KDDI Global holds an international Section 214 license to provide global or limited global facilities-based and resale international telecommunications services, granted in File No. ITC-214-20061027-00492 on March 28, 2007.

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- (h) After the transfer of minority ownership interest of KDDI Global, the following individuals or entities directly or indirectly hold a 10% or greater ownership interest in the Company:

KDDI America, Inc. KDDI America directly holds 100% of the ownership interest of KDDI Global. KDDI America is a corporation formed under the laws of the State of New York with principal offices located at 825 Third Avenue, Third Floor, New York, NY 10022. KDDI America's principal business is as a provider of interexchange and international telecommunications in the United States.

KDDI Corporation KDDI Corporation, as the 100% owner of KDDI America, indirectly holds 100% of the ownership interest of KDDI Global. KDDI Corporation is a corporation formed under the laws of Japan with principal offices located at 3-10-10 Iidabashi Chiyodaku, Tokyo 102-0072, Japan. KDDI Corporation owns and operates a portfolio of telecommunications companies throughout the world. KDDI Corporation is a publicly traded company and, as such, its ownership is widely held. The following entities hold 10 percent (10%) or more of the outstanding stock of KDDI Corporation:

**Name:** Kyocera Corporation

**Business Address:** 6 Takeda Tobadono-cho, Fushimi-ku, Kyoto, Japan 612-8501

**Ownership:** 12.76% in KDDI Corporation

**Citizenship:** Japanese Corporation

**Principal Business:** Conglomerate – advanced materials, components, devices, equipment, networks and services.

**Name:** Toyota Motor Corporation

**Business Address:** 1 Toyota-Cho, Toyota City, Aichi Prefecture 471-8571, Japan

**Ownership:** 11.09% in KDDI Corporation

**Citizenship:** Japanese Corporation

**Principal Business:** Automobile manufacturing and sales

Apart from those identified above, no other individual or entity holds a 10% or greater ownership interest in KDDI Global under the FCC's ownership attribution rules.

Interlocking Directorates:

None of the officers or directors for KGL serve as officers or directors of foreign carriers.

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Finally, pursuant to Section 63.24(f)(ii) of the Commission's Rules, the Company provides, as **Exhibit B**, a signed officer certification that the transfer of ownership interest was *pro forma* and that, it does not result in a change in the actual controlling party for KDDI Global.

Please contact the undersigned counsel if you have any questions regarding this matter.

Respectfully submitted,



Steven A. Augustino  
Denise N. Smith  
Kelley Drye & Warren LLP  
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Suite 400  
Washington, D.C. 20007-5108

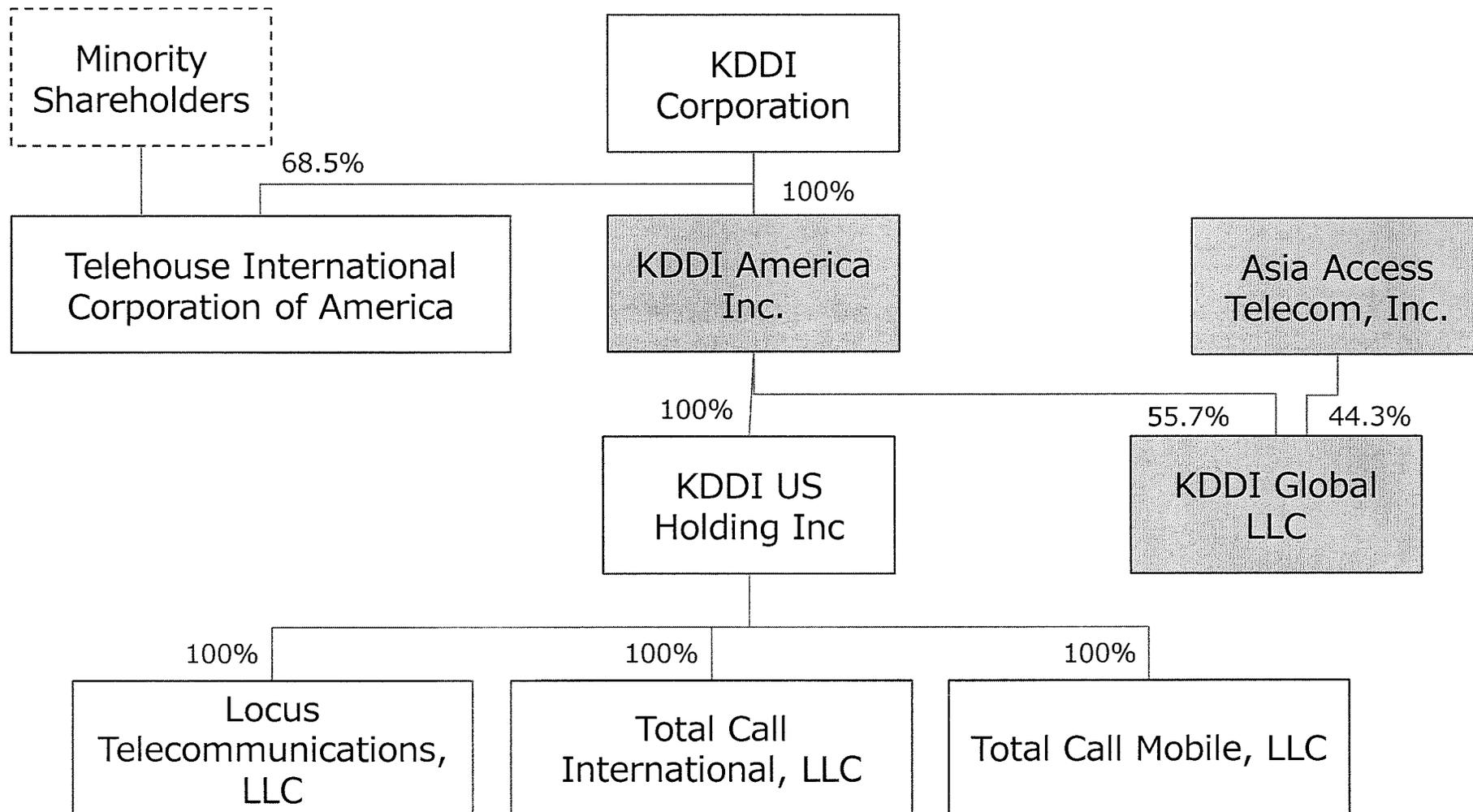
*Counsel for KDDI Global, LLC*

## **EXHIBITS**

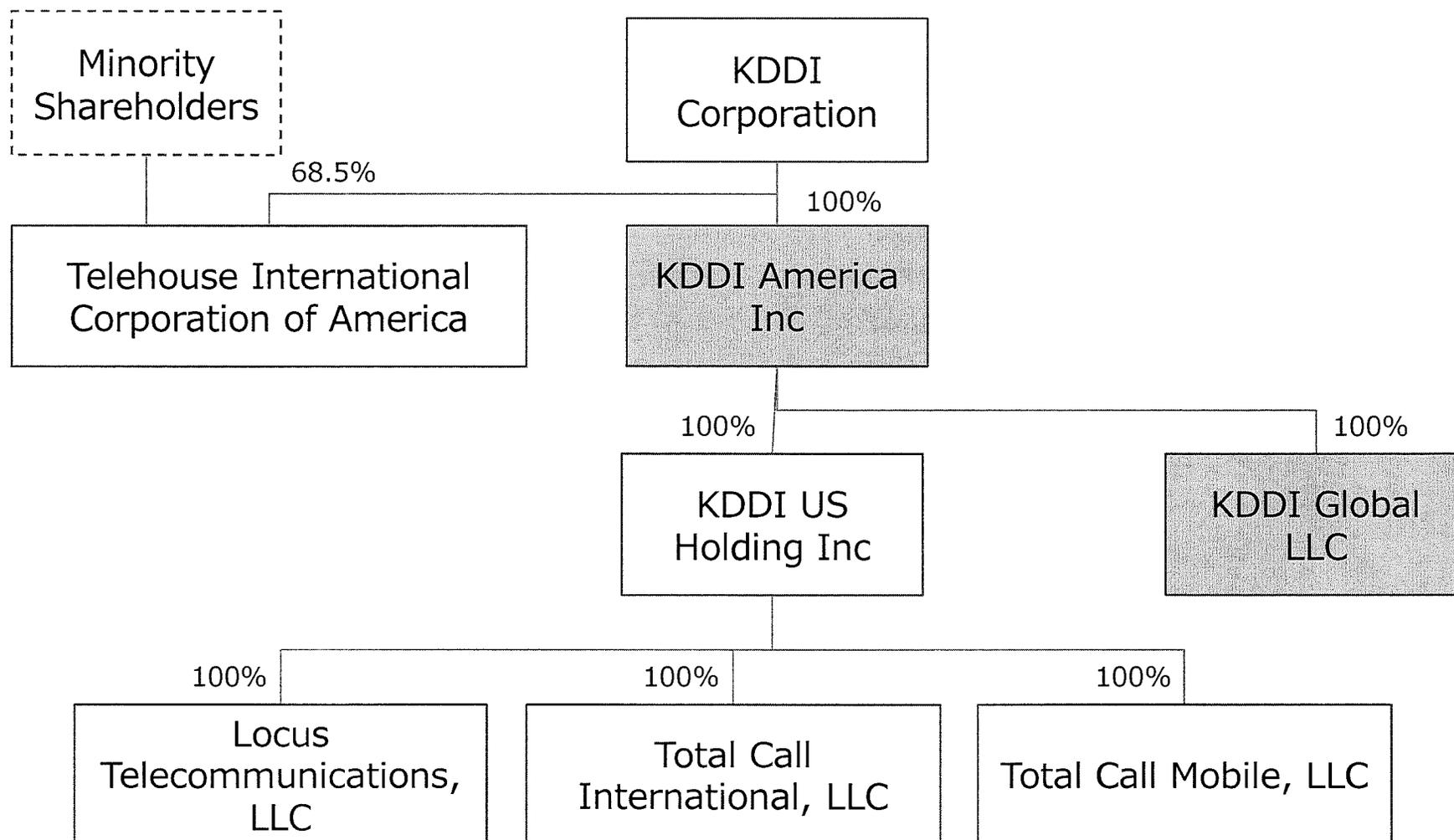
<b>Exhibit A</b>	Diagrams of the Corporate Ownership Structure of KDDI Global Prior to and Following the Consummation of the Transaction
<b>Exhibit B</b>	Certification

**Pre- and Post-Transaction Organizational Charts**

# Corporate Structure Pre Closing



# Corporate Structure Post Closing



**Certification**

The undersigned hereby certifies, on behalf of KDDI Global, LLC and with respect to the foregoing notification of a *pro forma* transaction, that the statements in the notification are true and correct to the best of my belief and are made in good faith; that the transaction was *pro forma* as described in Section 63.24(a) of the Commission's Rules; and that this transaction did not result in a change in ultimate control.

By:   
Satoru Manabe,  
Chief Executive Officer

Date: